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December 23, 2004

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VIA HAND DELIVERY

Ms. Marlene H. Dortch, Secretary
Federal Communications Commission
445 Twelfth Street, SW
Washington, DC 20554

Federal Communications Commission
Office of Secretary

Re: CC Docket No.00-257; TeleGuam Holdings, LLC
Notification Regarding Acquisition of Customers

Dear Ms. Dortch:

TeleGuam Holdings, LLC ("TeleGuam") hereby notifies the Commission, pursuant to 47 C.F.R. § 64.1120(e), of the transfer of the operations and assets, including the customer base, of the Guam Telephone Authority ("GTA") to TeleGuam pursuant to an asset purchase agreement entered into between TeleGuam and GTA. The telecommunications services being provided to the customers being transferred include fixed line local exchange and interstate access services. TeleGuam and GTA anticipate that the transaction will close and that the customer base will be transferred on or about December 31, 2004. The transfer of control of GTA's assets to TeleGuam was approved by the Commission by Public Notice (DA 04-3322) in WC Docket No. 04-382 with an effective date of October 25, 2004.

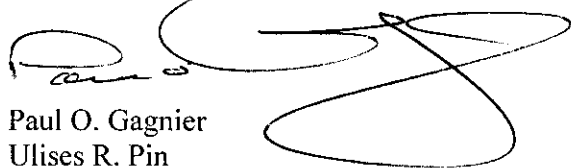
To the extent required, and pursuant to 47 C.F.R. § 1.3, TeleGuam seeks a waiver of the provision of 47 C.F.R. § 64.1120(e)(1) requiring the filing of this notice 30 days prior to the transfer of GTA's subscribers. TeleGuam provided notice of the transaction and the planned transfer of GTA's customer base to all GTA subscribers on or about November 3, 2004 (see attached customer notice letter), well more than 30 days before the transfer will occur. As noted therein, GTA's customers will continue to receive services from GTA, but TeleGuam will control GTA. Thus, the transaction is transparent to GTA's customers. The notice also advises GTA's customers of their rights under the Communications Act and the Commission's rules, including 47 C.F.R. § 64.1120(e). Thus, GTA's customers will not be harmed as a result of the Commission's grant of the waiver. In contrast, requiring TeleGuam to obtain individual notice from each of GTA's subscribers would be unreasonable and unduly burdensome and would provide no benefit to GTA's customers. Accordingly, TeleGuam requests that the 30-day notice requirement of 47 C.F.R. § 64.1120(e)(1) be waived.

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Attached are a certification of compliance with 47 C.F.R. § 64.1120(e) signed by TeleGuam's Chief Executive Officer and a copy of the notice letter that was sent to GTA's subscriber base. An original and one (1) copy of this letter are submitted herewith. Please date stamp the extra copy of this letter and return it in the envelope provided.

Please contact the undersigned if you have any questions regarding this notice.

Respectfully submitted,



Paul O. Gagnier
Ulises R. Pin

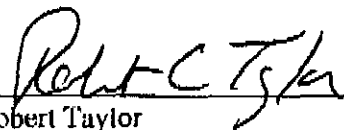
Counsel for TeleGuam Holdings, LLC

Attachments

cc: Robert Taylor
William Wynperle
Veronica Ahern

CERTIFICATION OF COMPLIANCE

On behalf of TeleGuam Holdings, LLC ("TeleGuam"), with regard to TeleGuam's acquisition of the domestic telecommunication services business of the Guam Telephone Authority ("GTA"), I hereby certify that TeleGuam has complied with the requirements of 47 C.F.R. § 64.1120(e) and with any other statutory and Commission requirements that apply to the streamlined transfer of GTA's customer base to TeleGuam (except to the extent TeleGuam has requested a waiver of such requirements). This includes the provision of advanced subscriber notice, in accordance with 47 C.F.R. § 64.1120(e)(3), and the obligations specified in that notice.


Robert Taylor
Chief Executive Officer
TeleGuam Holdings, LLC

CUSTOMER NOTICE LETTER



P.O. Box 9008
Tamuning, Guam 96911

624 North Marine Corps Drive
Tamuning, Guam 96911

November 2, 2004

Dear GTA Customer:

TeleGuam Holdings, LLC ("TeleGuam") and the Guam Telephone Authority ("GTA") are pleased to announce that TeleGuam will acquire the assets and operations of GTA. TeleGuam was the winning bidder in the Government of Guam's privatization of GTA and our purchase enjoys the support of the Government of Guam, GTA's employees, and the people of Guam. As the future owner of GTA, we are committed to improving GTA's telecommunications infrastructure, expanding GTA's telecommunications services, and maintaining GTA's current low rates for local telephone service.

There is no need for you to do anything, the sale of GTA's business to TeleGuam will occur on or about December 31, 2004, when TeleGuam and GTA receive regulatory approval and all conditions to closing are satisfied. After the sale, you will continue to receive your local telephone service from GTA, and GTA will be owned by TeleGuam.

Please take a moment to read the following information regarding this transaction. Also, please keep in mind that this letter relates only to the services that you receive from GTA. This transaction has no effect on services you may receive from other telecommunications providers.

1. **Customer service is the top priority at the new GTA.** As part of this transaction, we are committed to improving GTA's service quality, and to provide the people and businesses of Guam with a wider range of high quality telecommunications services.
2. **The basic local rates that appear on your bill (\$14.00 and \$36.00 for residential and business customers, respectively) will not increase as a result of this transaction.** In our bid, we agreed not to increase basic rates for residential or business single line; local telephone service for five (5) years, ensuring that you, our customers, share in the benefits of this transaction. We also plan to roll out new and innovative services in the near future. We will advise you of our rates, terms or conditions of service, and any changes to them, as is required by law.
3. **We will not impose a carrier change charge or any other additional fee in connection with this transaction.** We also believe that no other telecommunications carrier (such as your long distance carrier) should impose any charges on you as a result of this transaction.
4. **If an alternate local exchange carrier is available in your area, you have the right to select a different carrier for the local telephone services provided to you by GTA.**
5. **If you have any questions or complaints regarding GTA's services, please call GTA's Customer Service Department at 646-2100 for residential customers and 648-1000 for business customers.** Those numbers will remain the same after the change of ownership of GTA.

We extend our warmest welcome to all GTA customers. We look forward to continuing GTA's relationship with you and to expanding the range of services that you may obtain from the new GTA.

Sincerely,

TeleGuam Holdings, LLC